



# NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

FEB 9 1 14 PM '79

February 6, 1979

ROGER A. NOBACK  
VICE PRESIDENT-LAW

I. C. C.  
FEE OPERATION BR.

RECORDATION NO. 9927-A  
Filed 1425

FEB 9 1979-1 20 PM

No. Q-040 A030

Date FEB 9 1979

Fee \$10.00

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

ICC Washington, D.C.

Re: Section 11303 Filing: Supplement ("Supplement") dated as of February 6, 1979 to the Bailment Agreement and Assignment of Leases ("Bailment Agreement") dated as of December 18, 1978, by and between North American Car Corporation ("Bailee") and General Electric Credit and Leasing Corporation ("Bailor")

Dear Mr. Secretary:

Enclosed for recording under Section 11303 of the Interstate Commerce Act are executed counterparts of the above described Supplement to the above described Bailment Agreement, between Bailee, 222 South Riverside Plaza, Chicago, Illinois 60606 and Bailor, P.O. Box 8300, 260 Long Ridge Road, Stamford, Connecticut 06904. The Bailment Agreement was recorded with the Interstate Commerce Commission at 11:20a.m. on December 20, 1978 under Recordation No 9927.

Under the Supplement and the Bailment Agreement, Bailee agrees to hold, lease, maintain and perform certain administrative and other services with respect to the equipment described in Schedule A (which equipment has been or is to be sold to Bailor) and assigns, transfers and sets over unto Bailor all of Bailee's right, title and interest, powers, privileges and other benefits in, but not its obligations under, the leases of such equipment described in Schedule B to such Supplement together with all amounts which may be received or credited to the account of Bailee in respect of mileage compensation from railroads using the equipment leased under such leases or any other sums received by or payable to Bailee from parties other than the lessee with respect thereto, all in accordance with the Supplement and the Bailment Agreement.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10.00 as the recording fee for the Bailment Agreement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 11303 of the Interstate Commerce Act, you are hereby requested to duly file two of each of the enclosed counterparts for record

Counterpart - G. W. Harrison

**TIGER LEASING GROUP**

Secretary  
Interstate Commerce Commission  
February 6, 1979  
Page Two

---

in your office and to return the remaining counterparts,  
together with the Secretary's Certificate of Recording,  
to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

NORTH AMERICAN CAR CORPORATION

A handwritten signature in dark ink, appearing to read "R. Noback", with a large, stylized initial "R" and "N".

Roger A. Noback  
Vice President - Law

RAN/dal  
enc.

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

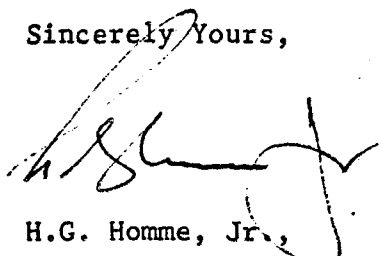
OFFICE OF THE SECRETARY

Roger A. Noback  
North American Car Corporation  
222 South Riverside Plaza  
Chicago, Illinois 60606

Dear Mr. Noback:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on February 9, 1978 at 1:20PM, and assigned recordation number(s) 9927-A

Sincerely Yours,



H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)

RECORDATION NO. 9927-19 Filed 1425

FEB 9 1979-1 20 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of February 6, 1979, to the BAILMENT AGREEMENT AND ASSIGNMENT LEASES, dated as of February 6, 1979 (the "Assignment"), between GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, a Delaware corporation ("GECC") and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and GECC desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and GECC desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, GECC and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01 The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this 6th day of February, 1979.

NORTH AMERICAN CAR CORPORATION

By Richard L. Steward

ATTEST:

Edmund C. Baird

GENERAL ELECTRIC CREDIT AND  
LEASING CORPORATION

By Edmund C. Baird

ATTEST:

Harry S. Giv

Edmund C. Baird  
Manager-Air/Rail Financing

ATTESTING SECRETARY

STATE OF *Illinois* )  
COUNTY OF *Cook* ) SS.:

On this *6th* day of *February*, 19*79*, before me personally appeared *Richard C. Underwood*, to me personally known, who being by me duly sworn, says that he is a *Vice President* of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Dwight A. Lark*  
Notary Public

[Notarial Seal]

STATE OF *CONNECTICUT*

)

:

ss.: *Stamford*

)

COUNTY OF *FAIRFIELD*

On this *7<sup>th</sup>* day of *February*, 19*79*, before me personally appeared *Edmund C. Baird, Jr*, to me personally known, who being by me duly sworn, says that he is a *Manager-Air/Rail Financing* of GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

JOAN A. SAYER  
NOTARY PUBLIC

MY COMMISSION EXPIRES MARCH 31, 1981

[Notarial Seal]

SCHEDULE A *add*

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4650 cu.ft. covered hopper cars, 100 ton trucks; Class LO	75	NAHX 465650- 465724	465650-465724
4750 cu.ft. covered hopper cars, 100 ton trucks; Class LO	125	NAHX 480550- 480574 NAHX 480900- 480999	480550-480574 480900-480999

SCHEDULE B

*Assigned*

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (including AAR designation)</u>
Car Leasing Agreement 0369-2 (dated July 29, 1974)			
Rider No. 8 (dated October 8, 1978)	NAHX 465650- 465724	465650-465724	4650 cu.ft. covered hopper cars, 100 ton trucks; Class I
	NAHX 480550- 480574	480550-480574	4750 cu.ft. covered hopper cars, 100 ton trucks; Class I
Rider No. 9 (dated October 30, 1978)	NAHX 480900- 480999	480900-480999	4750 cu.ft. covered hopper cars, 100 ton trucks